

## **EXHIBIT 1**

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

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JOHN J. VAUGHN, GERALD A.  
KALBFLEISCH, MICHAEL HATHAWAY :  
and MYRTLE HATHAWAY :  
:  
Plaintiffs, :  
:  
v. : Civil Action  
: No. 04-10988-GAO  
:  
PUTNAM INVESTMENT MANAGEMENT,  
LLC and PUTNAM RETAIL :  
MANAGEMENT LIMITED PARTNERSHIP :  
:  
Defendants. :  
----- X

**[PROPOSED] ORDER ON MOTION FOR A PROTECTIVE ORDER**

Upon consideration of the Motion For A Protective Order As To  
The Deposition Of Putnam President And CEO Charles Haldeman, and all other papers and  
proceedings herein, IT IS HEREBY ORDERED THAT:

1. In a written submission to the Court, to be submitted by \_\_\_\_\_, 2007,  
Plaintiffs shall specifically identify the information they seek to obtain through a deposition of Mr.  
Haldeman, and, for each matter identified, they shall state why, in their view, there is no alternate  
method of obtaining that information. This Court will thereafter evaluate Plaintiffs' written  
submission in light of the movants' request that any deposition of Mr. Haldeman be limited to  
subject areas that Plaintiffs' counsel has demonstrated to be warranted, and to a time period that is  
appropriate in light of that showing.

SO ORDERED:

Dated: March \_\_, 2007

\_\_\_\_\_  
George A. O'Toole, Jr.  
United States District Court Judge